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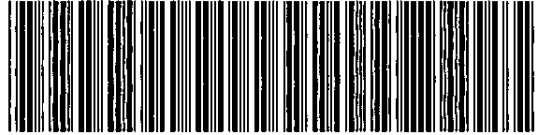
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Amend / CC
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Memorial Hospital Flagler, Inc.

DOCUMENT NUMBER: N32597

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

T. L. Trimble

(Name of Contact Person)

Adventist Health System

(Firm/ Company)

111 N. Orlando Avenue

(Address)

Winter Park, FL 32789

(City/ State and Zip Code)

tl.trimble@ahss.org

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

T. L. Trimble

(Name of Contact Person)

at (407) 975-1413

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
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☒ \$43.75 Filing Fee &
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☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
RESTATED ARTICLES OF INCORPORATION
OF
MEMORIAL HOSPITAL-FLAGLER, INC.**

Pursuant to the provisions of Section 617.1006 of the Florida Statutes, the undersigned corporation hereby certifies as follows:

1. The name of this corporation is Memorial Hospital-Flagler, Inc. ("Corporation").
2. The Restated Articles of Incorporation shall be amended by deleting the provisions of Article I ("Name") in their entirety and inserting the following in their stead:

The name of the Corporation is Memorial Hospital Flagler, Inc.

3. The Restated Articles of Incorporation shall be amended by deleting the provisions of Article XIV ("Principal Office") in their entirety and inserting the following in their stead:

The principal office address and mailing address of the Corporation shall be located at 60 Memorial Medical Parkway, Palm Coast, Florida 32164.

4. The Restated Articles of Incorporation shall be amended by editing the heading of Article VI so that it reads "Board of Directors and Hospital Board" and deleting the provisions of Section 3 of Article VI and inserting in lieu thereof the following:

Hospital Board. The membership of the Corporation shall appoint a Hospital Board for Florida Hospital. The appointment, term of appointment, and responsibilities of members of the Hospital Board shall be as set forth in the Bylaws adopted by the membership.

5. The Restated Articles of Incorporation shall be amended by revising Subsections (a) and (b) of Section 1 of Article VII so that they read as follows:

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- (a) Board Officers. Board Officers. Board officers may include a chairman of the Board, one (1) or more vice chairmen and a secretary.
- (b) Corporate Officers. Corporate officers may include a president, one (1) or more vice presidents, a secretary, a treasurer and one (1) or more assistant secretaries.

6. The Articles of Amendment were duly adopted by the membership of the Corporation. on September 17, 2009, as the Board of Directors does not have the right to adopt amendments to the Restated Articles of Incorporation. The number of votes cast for the amendments was sufficient for approval in accordance with the Bylaws and state law.

IN WITNESS WHEREOF, the undersigned Michael E. Saunders, Asst. Secretary of the Corporation has executed these Articles of Amendment this 21st day of September, 2009.

MEMORIAL HOSPITAL-FLAGLER, INC.

By: 
Michael E. Saunders, Assistant Secretary
Print Name/Title

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